

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

MICHELLE R. CARPER,)	
)	Civil Action No. 04-0126
Plaintiff,)	
)	
)	
VWR SCIENTIFIC PRODUCTS)	
CORPORATION, and VWR)	
INTERNATIONAL, INC.,)	
)	
Defendants.)	

MOTION TO WITHDRAW AS COUNSEL

COMES NOW, Cross & Simon, LLC, who files this Motion to Withdraw as Counsel for Michelle R. Carper (“Carper”). In support thereof, Cross & Simon, LLC asserts as follows:

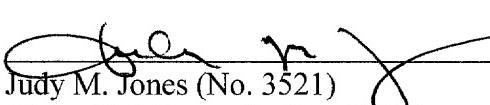
1. On or about January 23, 2004, this firm commenced the instant litigation on behalf of Plaintiff, Ms. Carper in the Superior Court in and for New Castle County and on March 1, 2004 this matter was removed to this Court.
2. On March 10, 2005, as part of the discovery process in this matter, Ms. Carper’s deposition was taken by counsel for Defendant.
3. Shortly after the conclusion of Plaintiff’s deposition, the undersigned had a telephone conversation with Plaintiff regarding the viability of her matter and the ability of this firm to continue to proceed with the on-going litigation.
4. Plaintiff’s counsel and Ms. Carper have a substantial disagreement on how to proceed on the merits of her case. On or about March 29, 2005, Ms. Carper was informed by the undersigned during a telephone conversation that due to the disagreement, this firm would be

seeking to withdrawal from the case. Additionally, Ms. Carper was advised to seek replacement counsel, again advised of this firm's opinion of the likelihood of success on the merits and also advised of the potential steps Defendant had suggested they would take if the matter continued. At the conclusion of the conversation, Ms. Carper elected to still seek to proceed with her case and acknowledged this firm's decision to withdraw from the representation of her in this matter.

5. As there has been a fundamental breakdown of the attorney-client relationship, pursuant to Rule Of Professional Conduct 1.16 (b)(4), counsel believes withdrawal from representation is appropriate.

WHEREFORE, counsel requests that the Court enter an Order in the form attached hereto granting the request to withdraw.

CROSS & SIMON, LLC


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